

Terms of Public Appointments to City Corporations

Date:	April 8, 2015
To:	Executive Committee
From:	City Manager
Wards:	All

SUMMARY

The purpose of this report is to adjust the term of appointment for public members serving on boards of City corporations to require a public recruitment process every two years in order to be consistent with best practices and the Business Corporations Act of Ontario (OBCA). This would discontinue the City practice of reappointing incumbents for a renewal period of an additional two years without a recruitment process. As a result of this policy change, the Clerk will conduct a recruitment process where public appointments were made for two-year terms expiring in 2015 and 2016. The City Clerk would initiate recruitments to City corporations as required.

RECOMMENDATIONS

The City Manager recommends that:

1. City Council amend the Public Appointments Policy and any affected Shareholder Directions and Declarations to require that a full recruitment process for public members on boards of City corporations is conducted every two years.
2. City Council request Boards of City corporations to amend procedure bylaws to align with Recommendation 1, as required.
3. City Council extend the term of office for the current citizen directors of Toronto Hydro to end on October 31, 2015 or until their successors are appointed, instead of April 14, 2015.
4. City Council direct staff to commence a recruitment process for citizen directors of the Boards of Build Toronto and Invest Toronto as follows:

- a. Build Toronto - for members whose term will commence at the end of the two-year term expiring on June 23, 2015; and
 - b. Invest Toronto - for members whose term will commence at the end of the two-year term expiring on March 16, 2016;
- with current and new appointments to continue until their successors are appointed.

Financial Impact

There are no direct financial implications arising from the adoption of these recommendations.

DECISION HISTORY

City Council appointed public members to the boards of its corporations as follows:

Lakeshore Arena Corporation, February 6, 2012 as item 2012.EX15.7
<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2012.EX15.7>

Toronto Community Housing Corporation, November 27, 2012 as item 2012. CC28.6
<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2012.CC28.6>

Toronto Hydro, April 3, 2013 as item 2013.CC32.6
<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2013.CC32.6>

Build Toronto, July 16, 2013 as item 2013.CC37.16
<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2013.CC37.16>

Invest Toronto, February 19, 2014 as item 2014.CC48.1
<http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2014.CC48.1>

In making the appointments, City Council appointed the directors for a two-year term with an automatic renewal of a second two-year term.

ISSUE BACKGROUND

The City of Toronto [Public Appointment Policy](#) sets term of appointment of public members on City boards. Currently the Policy states that for City corporations the term of appointment for citizen members is two years and incumbents may be reappointed at pleasure of City Council for a renewal period of two years without a recruitment process. A full recruitment process is conducted every four years.

However, [Section 119 \(4\) of the OBCA](#) sets out a three year maximum term for the appointment or election of directors to boards of corporations.

COMMENTS

City Council's practice has been to make public appointments to its corporation boards for two years and to renew for a further two years without a recruitment process. As a matter of policy going forward, staff recommend that City Council discontinue the practice of making reappointments after two years without a recruitment process and instead make appointments for terms of two years. This would align term limits to that of Members of Council serving on City corporations. Further, staff have advised that City Council should not continue the automatic renewals since it could be seen as inconsistent with what is provided for under the OBCA.

Adopting this recommendation would result in a full recruitment process being conducted every two years for public appointments. This would apply to all City corporations with public appointments, including tenant appointments.

Under the Public Appointment Policy, the limit on length of service for any public member on the board of directors would continue to be a maximum of four consecutive two-year terms for any, for a limit of eight consecutive years.

The two year appointment of the Directors on the Toronto Hydro board expired on April 14, 2015 (see Appendix). This report recommends that their term of office be extended amended to expired on October 31, 2015 to be consistent with OBCA provisions and to permit a recruitment process.

Build Toronto and Invest Toronto currently have directors serving their two year appointment expiring later in 2015 and 2016 (see Appendix) or until their successors are appointed. The current policy allows for a renewal at the discretion of Council without a recruitment process. This report recommends that Council no longer reappoint incumbents without a recruitment process. New appointments to these boards will be made on the recommendations of the Corporations Nominating Panel following a full recruitment by the City Clerk.

This report does not recommend immediate changes to directors appointed on Lakeshore Arena as their second two-year term is from February 6, 2014 to February 6, 2016. The new approach will be implemented with the next appointment cycle.

Notice will immediately be provided to affected directors. The City Manager would communicate policy changes to all public members serving on City corporations.

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SIGNATURE

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APPENDIX: CURRENT PUBLIC APPOINTMENTS TERMS FOR CITY CORPORATIONS

Toronto Community Housing

The current members have full terms expiring June 14, 2015:

Name	Expiry of First 2-Year Term	Expiry of Second 2-Year Term Previously Considered by Council
Munira Abukar	15-Jun-2011	14-Jun-2015
Zahir Bhaidani	15-Jun-2011	14-Jun-2015
Christian Buhagiar	15-Jun-2011	14-Jun-2015
Brian Kwan	15-Jun-2011	14-Jun-2015
Karen Newman	01-Dec-2012	14-Jun-2015
Norman Purves, Chair	15-Jun-2011	14-Jun-2015
Catherine Wilkinson	15-Jun-2011	14-Jun-2015
Jennifer Wood	15-Jun-2011	14-Jun-2015
Audrey Wubbenhorst	15-Jun-2011	14-Jun-2015

Lakeshore Arena

Name	Expiry of First 2-Year Term	Expiry of Second 2-Year Term Previously Considered by Council
Daryl Boynton	February 6, 2014	February 6, 2016
Louis Forbes	February 6, 2014	February 6, 2016
Bruce Hetherington	February 6, 2014	February 6, 2016

Build Toronto*

*There is currently one vacancy that will be subject to recruitment

Name	Expiry of First 2-Year Term	Expiry of Second 2-Year Term Previously Considered by Council
Michael Bernstein	June 23, 2015	June 23, 2017
Frank Bucys	June 23, 2015	June 23, 2017
Nancy Cohen	June 23, 2015	June 23, 2017
Wayne K. Fraser	June 23, 2015	June 23, 2017
Lynn A. Kennedy	June 23, 2015	June 23, 2017
Christopher Voutsinas	June 23, 2015	June 23, 2017
Moshe Wertheim	June 23, 2015	June 23, 2017

Invest Toronto

Name	Expiry of First 2-Year Term	Expiry of Second 2-Year Term Previously Considered by Council
Steve Bower	March 3, 2016	March 3, 2018
Matthew Corrin	March 3, 2016	March 3, 2018
Tyler Currie	March 3, 2016	March 3, 2018
Keith DeGrace	March 3, 2016	March 3, 2018
Graham Henderson	March 3, 2016	March 3, 2018
Gregory Hewitt	March 3, 2016	March 3, 2018
Aleem Kanji	March 3, 2016	March 3, 2018
Kim Koster	March 3, 2016	March 3, 2018
Robert Howard Lane	March 3, 2016	March 3, 2018
Jason Leung	March 3, 2016	March 3, 2018
Patricia McQuillan	March 3, 2016	March 3, 2018
Lida Preyma	March 3, 2016	March 3, 2018

Toronto Hydro*

*There is currently one vacancy that will be subject to recruitment

Name	Expiry of First 2-Year Term	Expiry of Second 2-Year Term Previously Considered by Council
Colum Bastable	April 14, 2015	April 14, 2017
Glenna Carr	April 14, 2015	April 14, 2017
Derek Cowbourne	April 14, 2015	April 14, 2017
Sara Gelgor	April 14, 2015	April 14, 2017
Paulette Kennedy	April 14, 2015	April 14, 2017
Isabel Meharry	April 14, 2015	April 14, 2017
David Williams	April 14, 2015	April 14, 2017

Note: The Boards of Casa Loma Corporation and Toronto Port Lands Company do not have public appointments.